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Counsel for Official Committee of Unsecured  
Creditors of Lehman Brothers Holdings Inc., et al.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11 Case  
: No. 08-13555 (JMP)  
LEHMAN BROTHERS HOLDINGS INC., et al., : (Jointly Administered)  
Debtors. :  
----- X

**MOTION PURSUANT TO LOCAL BANKRUPTCY  
RULE 2090-1(b) FOR ADMISSION *PRO HAC VICE***

Dennis C. O'Donnell, Esq. ("Movant"), a member in good standing of the Bar of the State of New York, an attorney admitted to practice before the United States Bankruptcy Court for the Southern District of New York and an associate with Milbank, Tweed, Hadley & McCloy LLP ("Milbank"), hereby submits this motion (the "Motion") for an order permitting Adrian C. Azer, Esq. ("Admittee") to practice *pro hac vice* before the United States Bankruptcy Court for the Southern District of New York to appear and represent the Official Committee of Unsecured Creditors (the "Committee") appointed in the chapter 11 cases of Lehman Brothers Holdings Inc. and its affiliated debtors in possession, under Rule 2090-1(b) of the Local Bankruptcy Rules for the Southern District of New York (the "Local Rules"). In support of the Motion, Movant respectfully represents as follows:

1. Admittee is an associate at Milbank. Admittee is admitted to practice and in good standing in the Bars of the States of Georgia and Texas, and is admitted to the United States District Court for the Northern District of Texas.

2. Pursuant to the annexed certification, Admittee submits to the disciplinary jurisdiction of this Court for any alleged misconduct, which occurs in the course of these chapter 11 cases. In addition, Admittee has access to, or has acquired, a copy of the Local Rules and is generally familiar with such rules.

3. Admittee agrees to pay a fee of \$25.00 on entry of an order granting admission to practice *pro hac vice*.

4. Admittee's office and e-mail addresses, and telephone and fax numbers are as follows:

Adrian C. Azer, Esq.  
MILBANK, TWEED, HADLEY & McCLOY LLP  
1850 K Street, N.W. – 11<sup>th</sup> Floor  
Washington, DC 20006  
Telephone: (202) 835-7500  
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aazer@milbank.com

*[Remainder of page intentionally left blank.]*

**WHEREFORE**, Movant respectfully requests that this Court enter an order permitting Admittee to appear *pro hac vice* in association with Movant as counsel for the Committee in these jointly administered chapter 11 cases.

Dated: New York, New York  
March 4, 2009

**MILBANK, TWEED, HADLEY & McCLOY LLP**

By: /s/ Dennis C. O'Donnell  
Dennis F. Dunne  
Dennis C. O'Donnell  
Evan R. Fleck  
1 Chase Manhattan Plaza  
New York, New York 10005  
Telephone: (212) 530-5000

Counsel for Official Committee of Unsecured  
Creditors of Lehman Brothers Holdings Inc., et al.

**CERTIFICATION**

The undersigned certifies that he is eligible for admission *pro hac vice* to this Court, is admitted to practice and in good standing in the Bars of the States of Georgia and Texas, and is admitted to the United States District Court for the Northern District of Texas, submits to the disciplinary jurisdiction of the Court for any alleged misconduct, which occurs in the course of these chapter 11 cases and has access to, or has acquired, a copy of the Local Bankruptcy Rules for the Southern District of New York, and is generally familiar with such rules.

Dated: New York, New York  
March 4, 2009

**MILBANK, TWEED, HADLEY & McCLOY LLP**

By: /s/ Adrian C. Azer  
Adrian C. Azer, Esq.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11 Case  
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LEHMAN BROTHERS HOLDINGS INC., et al., : No. 08-13555 (JMP)  
:   
Debtors. : (Jointly Administered)  
:   
----- x

**ORDER GRANTING MOTION PURSUANT TO LOCAL  
BANKRUPTCY RULE 2090-1(b) FOR ADMISSION PRO HAC VICE**

Upon the motion, dated March 4, 2009 (the “Motion”)<sup>1</sup> of Dennis C. O’Donnell, Esq., for an order permitting Adrian C. Azer, Esq. (“Admittee”) to practice *pro hac vice* before the United States Bankruptcy Court for the Southern District of New York to appear and represent the Official Committee of Unsecured Creditors (the “Committee”) appointed in the chapter 11 cases of Lehman Brothers Holdings Inc. and its affiliated debtors in possession, under Rule 2090-1(b) of the Local Bankruptcy Rules for the Southern District of New York, as more fully set forth in the Motion; and it appearing that Admittee is admitted to practice and in good standing in the Bars of the States of Georgia and Texas, and is admitted to the United States District Court for the Northern District of Texas, and submits to the disciplinary jurisdiction of the Court for any alleged misconduct that occurs in the course of these chapter 11 cases; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon the proceedings had before the Court and after due deliberation and sufficient cause appearing therefore, it is

**ORDERED** that the Motion is granted; and it is further

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<sup>1</sup> Capitalized terms used but not defined herein shall have the meaning given them in the Motion.

**ORDERED** that Adrian C. Azer, Esq., is admitted to practice *pro hac vice* in the above-captioned jointly administered chapter 11 cases in the United States Bankruptcy Court for the Southern District of New York, subject to payment of the \$25.00 filing fee.

Dated: New York, New York  
\_\_\_\_\_, 2009

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UNITED STATES BANKRUPTCY JUDGE